

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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| ----- | x |
| SHAW FAMILY ARCHIVES, LTD., | : |
| BRADFORD LICENSING, INC., JAMES E. | : |
| DOUGHERTY, and VALHALLA | : |
| PRODUCTIONS, LLC | : |
| | : |
| Plaintiffs, | : |
| | : |
| v. | : |
| | : |
| CMG WORLDWIDE, INC. and MARILYN | : |
| MONROE, LLC, | : |
| | : |
| Defendants. | : |
| | : |
| ----- | x |

05 CV 3939 (CM)

Honorable Colleen McMahon

**DECLARATION OF
ANNA STRASBERG**

ANNA STRASBERG, being duly sworn, deposes and says:

1. I am over eighteen years of age and competent and capable of making this declaration in opposition to Plaintiffs/Consolidated Defendants' Cross-Motion for Summary Judgment. The following facts are personally known to me and, if called as a witness, I could and would competently testify thereto.

2. Marilyn Monroe died on August 5, 1962.

3. In her Last Will and Testament, Marilyn Monroe gave 75% of the "rest, residue and remainder of [her] estate, both real and personal, of whatsoever nature and wheresoever situate. . . to which I shall be in any way entitled" to my late husband, Lee Strasberg, who was Marilyn Monroe's close friend and long-time acting teacher. A true and accurate copy of Marilyn Monroe's Last Will and Testament is attached hereto as Exhibit A.

4. I married Lee Strasberg in 1968.

5. When Lee died, his 75% rights and interest in Marilyn Monroe's intangible personal property, including, but not limited to, all rights of publicity, trademarks, and

copyrights, among other things, were passed to me through his Last Will and Testament. A true and accurate copy of Lee Strasberg's Last Will and Testament is attached hereto as Exhibit B.

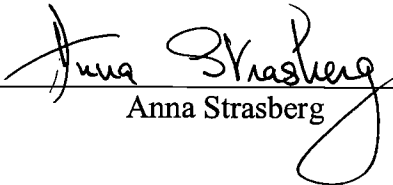
6. Aaron Frosch, who was appointed executor of the estate of Marilyn Monroe, lived in New York when Marilyn Monroe died. He was suffering from multiple sclerosis at that time. In addition to being physically ill, Mr. Frosch did not like to travel. Because of these issues, Mr. Frosch decided, for his own convenience, to probate Marilyn Monroe's will in New York, instead of in California, where she owned her only home and made her living as an actress.

7. I had no involvement with the Estate until 1982, when Lee Strasberg died and I was named Executor of the Estate of Lee Strasberg ("Strasberg Executor"). I was also the sole beneficiary under Mr. Strasberg's will, thus entitling me to receive Mr. Strasberg's interest in the Monroe Estate. I continued to serve as Strasberg Executor through the creation of MMLLC in 2001.

8. In 1989, following Mr. Frosch's death, the New York Surrogate's Court appointed me as Administratrix, c.t.a of the Monroe Estate ("Administratrix"). The Estate remained open until June 19, 2001, on which date the Surrogate's Court authorized me, in my capacity as Administratrix, to close the estate and transfer the residuary assets to Marilyn Monroe, LLC ("MMLLC"), a Delaware company formed to hold and manage the intellectual property assets of the residuary beneficiaries of Marilyn Monroe's will. A true and correct copy of the Surrogate's Court Decree on a Voluntary Final Accounting and Related Matters, dated June 19, 2001, is attached hereto as Exhibit C.

9. MMLLC, a Delaware limited liability company, was formed on July 5, 2001. A true and accurate copy of the July 5, 2001 Certificate of Formation is attached hereto as Exhibit D. The initial capital of MMLLC consisted of the residuary assets of the Monroe Estate. A true and correct copy of the Limited Liability Company Agreement is attached hereto as Exhibit E. Also on July 5, 2001, ownership interests in MMLLC were assigned, 75% to myself, and 25% to the Anna Freud Centre. A true and accurate copy of the Assignment of Member's Interest is attached hereto as Exhibit F.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 13th day of April, 2007, in New York, New York.



Anna Strasberg

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